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7 UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
8 SAN FRANCISCO DIVISION

In re

9 PG&E CORPORATION,

10 - and -

11 PACIFIC GAS AND ELECTRIC
COMPANY,

12 Debtors.

- 13 ☐ Affects PG&E Corporation
14 ☐ Affects Pacific Gas and Electric Company
☒ Affects both Debtors

15 * All papers shall be filed in the Lead Case,
No. 19-30088 (DM)

Bankruptcy Case
No. 19-30088 (DM)
(Lead Case)
(Jointly Administered)

Chapter 11

**NOTICE OF HEARING ON INTERIM
APPLICATIONS ALLOWING AND
AUTHORIZING PAYMENT OF FEES
AND EXPENSES OF MULTIPLE FEE
APPLICANTS BASED UPON
COMPROMISES WITH THE FEE
EXAMINER**

Hearing:

Date: July 21, 2020
Time: 10:00 a.m. (Pacific Time)
Place: (Telephonic/Video Appearances
Only)
United States Bankruptcy Court
Courtroom 17,
450 Golden Gate Avenue
16th Floor
San Francisco, CA

Judge: Hon. Dennis Montali

Objection Deadline:
July 14, 2020

NOTICE OF HEARING ALLOWING AND
AUTHORIZING PAYMENT OF INTERIM FEE
APPLICATIONS

1
2 **PLEASE TAKE NOTICE THAT** on February 28, 2019, the Court entered its Order
3 Authorizing Debtors to Establish Procedures for Interim Compensation and Reimbursement of
4 Expenses of Professionals (“**Interim Compensation Order**”) [Doc. No. 701]. Under the Interim
5 Compensation Order, estate professionals are paid 80% of fees and 100% of expenses on a
6 monthly basis (a so-called Knudsen Order). The Interim Compensation Order contemplates filing
7 interim applications (to recover the 20% “holdback” on fees). All payments of interim
8 compensation are subject to the requirement that final fee applications be filed. Although interim
9 fee applications are contemplated, they are not mandated.

10 **PLEASE TAKE FURTHER NOTICE THAT** on May 29, 2019, the Court entered its
11 Order Appointing Fee Examiner and Establishing Procedures for Consideration of Fee
12 Compensation and Reimbursement of Expenses (“**Order Appointing Fee Examiner**”) [Doc. No.
13 2267]. The Order Appointing Fee Examiner sets forth a procedure for review and resolution of
14 interim fee applications

15 **PLEASE TAKE FURTHER NOTICE THAT** on December 18, 2019, the Court entered
16 its Amended Order Granting Fee Examiner Motion to Approve Fee Procedures (“**Amended Fee**
17 **Procedures Order**”) [Doc. No. 5168]. The Amended Fee Procedures Order approves the Fee
18 Examiner’s Protocol and adopts the Fee Examiner’s recommendations as to the coordination and
19 scheduling of hearings.

20 **PLEASE TAKE FURTHER NOTICE THAT** under the Amended Fee Procedures
21 Order, the Fee Examiner is authorized to set hearings to approve interim fee applications based
upon compromises reached with fee applicants. Such hearings shall be heard on 21 days’ notice

1 as required by Fed. R. Bankr. Pro. 2002 (a)(6) and the Notice of Hearing shall comply with Fed.
2 R. Bankr. Pro. 2002 (c)(2).

3 **PLEASE TAKE FURTHER NOTICE THAT** under the foregoing orders, professionals
4 were permitted to file Interim Applications every four months beginning July 15, 2019. The
5 Second Interim Applications were to be filed by November 15, 2019. The Third Interim
6 Applications were to be filed by March 15, 2020. Fourth Interim Applications will be due July 15,
7 2020.

8 **PLEASE TAKE FURTHER NOTICE THAT** on June 4, 2020, the Fee Examiner Filed
9 his *Fee Examiner's Report on Status of Fee and Expenses Submitted, Approved and Pending*
10 ("Fee Examiner's Status Report") [Doc. No. 7785].

11 **PLEASE TAKE FURTHER NOTICE THAT** the Fee Examiner now presents nine
12 compromises with various estate professionals (the "**Compromise Fee Applicants**") concerning
13 interim fee applications as set forth in Exhibit A, attached hereto and incorporated herein by this
14 reference (the "**Interim Fee Application Compromises**").

15 **PLEASE TAKE FURTHER NOTICE** that the Bankruptcy Court will hear and consider
16 the Fee Application Compromises on July 21, 2020 at 10:00 a.m. (Pacific Time) (the "**Hearing on**
17 **Fee Application Compromises**") in the courtroom of the Honorable Dennis Montali, United
18 States Bankruptcy Judge, Courtroom 17, 16th Floor, 450 Golden Gate Avenue, San Francisco,
19 California, 94102.

20 **PLEASE TAKE FURTHER NOTICE** that the deadline to object to the Interim Fee
21 Application Compromises is July 14, 2020.

1 **PLEASE TAKE FURTHER NOTICE** that the Court has ordered all professionals may
2 appear by Court Call.

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4 **PLEASE TAKE FURTHER NOTICE** that the Compromise Fee Applicants, subject to
5 Court Approval, have each agreed to the stipulated reduction indicated on **Exhibit A**, and that the
6 Fee Examiner will submit orders reflecting the stipulated reductions, or the Fee Examiner will
7 approve the form of orders submitted by the Fee Applicants.

8 **PLEASE TAKE FURTHER NOTICE** that the Fee Examiner has previously provided
9 the Office of the United States Trustee with the amount of each such compromise, and that the
10 Office of the United States Trustee has not objected to any compromise.

11 **PLEASE TAKE FURTHER NOTICE** that the amount applied for, the amount of any
12 compromise with the Fee Examiner and the net amount claimed are set forth in Exhibit A.

13 **PLEASE TAKE FURTHER NOTICE** that following the Omnibus Hearing and entry of
14 appropriate orders with respect to each of the Compromise Fee Applicants, Debtors will be
15 authorized to pay the “Amount Now Payable” for the First Interim Period, as set forth in Exhibit
16 A.

17 **PLEASE TAKE FURTHER NOTICE** that the Amended Fee Procedures order reserves
18 the Fee Examiner’s right to raise certain objections at the time of subsequent interim fee
19 applications and final fee applications.

20 **PLEASE TAKE FURTHER NOTICE** that copies of the First Interim Applications and
21 Amendments can be viewed and/or obtained: (i) by accessing the Court’s website at
22 <http://www.canb.uscourts.gov>, (ii) by contacting the Office of the Clerk of the Court at 450

1 Golden Gate Avenue, San Francisco, CA 94102, or (iii) from the Debtors' notice and claims
2 agent, Prime Clerk LLC, at <http://restructuring.primeclerk.com/pge> or by calling (844) 339-4217

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1 (toll free) for U.S.-based parties; or +1 (929) 333-8977 for international parties or by e-mail at:
2 pginfo@primeclerk.com. Note that a PACER password is needed to access documents on the
3 Bankruptcy Court's website.
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5 DATED: June 29, 2020

SCOTT H. McNUTT

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8 By: */Scott H. McNutt/*

9 _____
Scott H. McNutt

10 Counsel to the Fee Examiner
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EXHIBIT A

EXHIBIT A
to
NOTICE OF HEARING ON INTERIM APPLICATIONS ALLOWING
AND AUTHORIZING PAYMENT OF FEES AND EXPENSES
OF MULTIPLE FEE APPLICANTS BASED ON COMPROMISES
WITH THE FEE EXAMINER

(Noticed for Hearing July 21, 2020)

Retained Professional	Fee Request	Filing Date	Docket No.	Total Fees and Costs	Total Compromised Reduction with Fee Examiner	Interim Total Fees and Costs Reflecting Compromised Reduction	Total Payments Previously Received by Applicants for First Interim Period	Outstanding Amount Now Payable for Interim Period*
Centerview Partners**	First Interim	11/14/2019	4725	\$ 1,119,526.46				
	Second Interim	11/14/2019	4750	\$ 1,059,531.95				
	Third Interim	3/13/2020	6279	\$ 1,006,997.45				
				\$ 3,186,055.86	\$ 65,000.00	\$ 3,121,055.86	\$ 2,385,370.80	\$ 735,685.06
Coblentz	Second Interim	3/16/2020	6306	\$ 759,988.35	\$ 22,500.00	\$ 737,488.35	\$ 610,209.27	\$ 127,279.08
FTI Consulting	Second Interim	11/14/2019	4734	\$ 6,041,223.54				
	Third Interim	3/13/2020	6280	\$ 3,949,497.29				
				\$ 9,990,720.83	\$ 170,000.00	\$ 9,820,720.83	\$ 8,008,470.32	\$ 1,812,250.51
Groom Law Group	First Interim	3/13/2020	6283	\$ 847,717.86	\$ 42,000.00	\$ 805,717.86	\$ 678,285.41	\$ 127,432.45

* Prior to submitting orders regarding these amounts, the Fee Examiner will require all applicants to verify that all "Knudsen" payments have been properly credited. The Fee Examiner is aware that such payments may have been received for the various Interim Periods after the filing of the First Interim Fee Applications, or after the filing of this Notice.

** This compromise concerns only expenses. Under Centerview's employment order, any objection to fees may only be made in response to final fee applications.

Retained Professional	Fee Request	Filing Date	Docket No.	Total Fees and Costs	Total Compromised Reduction with Fee Examiner	Interim Total Fees and Costs Reflecting Compromised Reduction	Total Payments Previously Received by Applicants for First Interim Period	Outstanding Amount Now Payable for Interim Period*
Jenner & Block	Second Interim	11/14/2019	4749	\$ 3,015,960.36				
	Third Interim	3/16/2020	6333	\$ 1,914,238.53				
				\$ 4,930,198.89	\$ 100,000.00	\$ 4,830,198.89	\$ 3,878,016.41	\$ 952,182.48
Keller & Benvenuti	First Interim	7/19/2019	3099	\$ 1,149,251.79				
	Second Interim	11/14/2019	4714	\$ 753,685.22				
	Third Interim	3/13/2020	6275	\$ 754,311.92				
				\$ 2,657,248.93	\$ 82,500.00	\$ 2,574,748.93	\$ 2,151,806.93	\$ 422,942.00
KPMG	Second Interim	2/4/2020	5618	\$ 4,634,234.45	\$ 85,000.00	\$ 4,549,234.45	\$ 3,770,610.44	\$ 778,624.01
Lincoln Partners	Second Interim	11/14/2019	4724	\$ 4,966,257.49				
	Third Interim	3/16/2020	6313	\$ 4,728,323.48				
				\$ 9,694,580.97	\$ 325,000.00	\$ 9,369,580.97	\$ 7,788,732.67	\$ 1,580,848.30
Munger Tolles & Olson	Second Interim	11/15/2019	4758	\$ 9,367,739.63				
	Third Interim	3/16/2020	6327	\$ 15,337,050.48				
				\$24,704,790.11	\$ 850,000.00	\$ 23,854,790.11	\$ 19,935,574.11	\$ 3,919,216.00